



State of Missouri
Robin Carnahan, Secretary of State

Corporations Division
P.O. Box 778 / 600 W. Main Street, Rm 322
Jefferson City, MO 65102

File Number:

F00296914

Date Filed: 01/18/2008

Robin Carnahan

Secretary of State

**Application for Certificate of
Withdrawal of Foreign Corporation**

(Submit with filing fee of \$25)

The undersigned corporation, for the purpose of withdrawing from the State of Missouri hereby executes the following document:

1. The name of the Corporation is: Chromalloy American Corporation
and is organized and exists under the laws of: Delaware
2. A. The corporation is not transacting business and surrenders its authority to transact business in the State of Missouri.
B. The corporation revokes the authority of its registered agent in Missouri to accept service of process and consents that service of process in any suit, action, or proceeding based upon any cause of action arising in Missouri during the time the corporation was licensed to transact business in Missouri may thereafter be made on the corporation by service on the Secretary of State of Missouri.
C. The mailing address to which the Secretary of State may mail a copy of any process is:
200 Park Ave. Att Law Dept. Sequa Corporation New York, NY 10166
Address *City/State/Zip*
D. The corporation will notify the Secretary of State of Missouri of any future change of mailing address for a period of five years.

In Affirmation thereof, the facts stated above are true and correct:

(The undersigned understands that false statements made in this filing are subject to the penalties provided under Section 575.040, RSMo)


Authorized Signature

John J. Dowling III, Senior Vice President
Printed Name

Title

12/20/07

month/day/year

State of Missouri
With/Term/Dissolve - General Business 2 Page(s)



T0802201017

Name and address to return filed document:

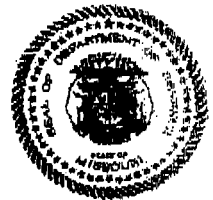
Name: _____
Address: _____
City, State, and Zip Code: _____

Corp. 48 (01/05)

TAXATION BUREAU
P O BOX 3666
JEFFERSON CITY MO 65105-3666

STATE OF MISSOURI
Department of Revenue

Telephone: (573) 751-9268
Fax: (573) 522-1160
E-mail: taxclearance@dor.mo.gov



CERTIFICATE OF TAX CLEARANCE

CHROMALLOY AMERICAN
CORPORATION
3 UNIVERSITY PLAZA
HACKENSACK NJ 07601

DATE: JANUARY 18, 2008

MISSOURI CORPORATION CHARTER NUMBER: F00296914

In response to the corporation's request, a review of the tax records has been completed. All taxes owed, including all liabilities owed as determined by the Division of Employment Security, pursuant to Chapter 288, RSMo, have been paid.

This statement is not to be construed as limiting the authority of the Director of Revenue to pursue collection of liabilities resulting from final litigation, default in payment of any installment agreement entered into with the Director of Revenue, any successor liability that may become due in the future, or audits or reviews of the taxpayer's records as provided by law.

This Certificate of Tax Clearance must be presented to the Missouri Secretary of State's Office with any required paperwork and payment. For information concerning the Secretary of State's requirements, you may call their office at (573) 751-4153 or toll free at (866) 223-6535.

THIS CERTIFICATE REMAINS VALID FOR SIXTY (60) DAYS FROM THE ISSUANCE DATE. If you do not complete your transaction in sixty (60) days you must obtain a new Certificate of Tax Clearance. Additionally, a new Form 943, Request for Tax Clearance, may be required.

Sincerely,

A handwritten signature in cursive script, appearing to read "Jim Brentlinger", is written over a horizontal line.

Jim Brentlinger
Administrator

PE:DU1632

ENC.

CBN001
200801800300874

STATE OF MISSOURI



Robin Carnahan
Secretary of State
CERTIFICATE OF WITHDRAWAL

WHEREAS, an Application for Withdrawal of

CHROMALLOY AMERICAN CORPORATION

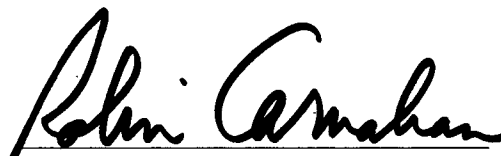
Using in Missouri the name

CHROMALLOY AMERICAN CORPORATION
F00296914

a Delaware corporation has been received, found to conform to law, and filed;

NOW, THEREFORE, I, ROBIN CARNAHAN, Secretary of State of the State of Missouri, issue this Certificate of Withdrawal, certifying that the aforementioned corporation is withdrawn from this state.

IN TESTIMONY WHEREOF, I hereunto
set my hand and cause to be affixed the
GREAT SEAL of the State of Missouri.
Done at the City of Jefferson, this
18th day of January, 2008.


Secretary of State

